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15 *Ultimate Fighting Championship and UFC*

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18 UNITED STATES DISTRICT COURT
19 DISTRICT OF NEVADA
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21 Cung Le, Nathan Quarry, Jon Fitch, Brandon
22 Vera, Luis Javier Vazquez, and Kyle
Kingsbury on behalf of themselves and all
23 others similarly situated,

24 Plaintiffs,

25 v.

26 Zuffa, LLC, d/b/a Ultimate Fighting
Championship and UFC,

27 Defendant.
28

Case No.: 2:15-cv-01045-RFB-(PAL)

**DECLARATION OF JOHN F. COVE, JR.
IN SUPPORT OF ZUFFA, LLC'S
MOTION TO SEAL**

1 I, John F. Cove, Jr., declare as follows:

2 1. I am an attorney admitted to practice before the courts in the states of California
3 and New York and am admitted Pro Hac Vice to practice before this Court. I am a Partner in the
4 law firm Boies, Schiller & Flexner LLP, counsel to Defendant Zuffa, LLC (“Zuffa”) in this case.

5 2. I make this declaration in support of Zuffa’s Motion to Seal Exhibits to the Joint
6 Status Report. Based on my review of the files and records in this case, I have firsthand
7 knowledge of the contents of this declaration and could testify thereto.

8 3. Zuffa seeks to file under seal 13 exhibits identified as Exhibits 4, 5, 6, 7, 8, 9, 10,
9 11, 12, 13, 14, 15, and 17 to the Joint Status Report as well as an unredacted copy of the Joint
10 Status Report. This declaration is submitted to provide the factual and legal support for the filing
11 of this material.

12 4. Federal Rule of Civil Procedure 26(c) provides that the Court may “issue an order
13 to protect a party or person from annoyance, embarrassment, oppression or undue burden or
14 expense” by “requiring that a trade secret or other confidential research, development, or
15 commercial information not be revealed or be revealed only in a specific way.”

16 5. The Joint Status Report contains and reflects portions of a March 29, 2016 Letter
17 from John Cove to Michael Dell’Angelo, which contains information that was provided to and/or
18 exchanged with the Federal Trade Commission under statutory assurances of confidentiality.

19 6. The Joint Status Report also references specifics of Zuffa’s document retention
20 policies which Zuffa treats as confidential.

21 7. Exhibit 4 (MZELAZNIKLT-00025833) contains a confidential internal
22 communication from Zuffa’s Chief Legal Officer to Zuffa’s employees regarding the company’s
23 document retention and destruction policies, including the protection of confidential materials.

24 8. Exhibits 5 and 6 (KHENDRICK00040651) contain the specific terms of a
25 confidential contract between Zuffa and an athlete and discussion reflecting those terms.

26 9. Exhibit 7 (JSILVA00003855) contains confidential business negotiations between
27 an athlete’s manager and Zuffa.
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1 10. Exhibit 8 (JSILVA00026915) contains confidential business negotiations between
2 an athlete's manager and Zuffa and internal assessment of those negotiations.

3 11. Exhibit 9 (JSILVA00022022) contains the specific financial terms and incentives
4 offered to a particular athlete during a negotiation.

5 12. Exhibit 10 (KHENDRICK00091114) reflects the specific financial terms of a
6 confidential agreement between Zuffa and an athlete.

7 13. Exhibit 11 (MMERSCH00081719) contains confidential business negotiations
8 between a sponsor and Zuffa and reflects the terms of a confidential contract.

9 14. Exhibit 12 (KHENDRICK00120249) reflects confidential internal financial
10 projections and analysis.

11 15. Exhibit 13 (KHENDRICK00057742) document contains confidential analysis of
12 television ratings data by a third party data provider.

13 16. Exhibit 14 (KHENDRICK00133949) contains confidential research and financial
14 data and internal analysis of that data.

15 17. Exhibit 15 (LEPSTEIN00094219) reflects confidential financial data and
16 projections.

17 18. Exhibit 17 (ZFL-0801077) has been designated as confidential under the protective
18 order and contains confidential business negotiations between an athlete's manager and Zuffa and
19 reflects the terms of a confidential contract between the athlete and Zuffa.

20 19. The designated portions of the Joint Status Report contain and reflect excerpts
21 from each of the documents containing confidential information described in paragraphs 5-18
22 above.

23 20. It is my understanding that Zuffa treats as confidential and has taken substantial
24 measures to preserve the confidentiality of the terms of its contracts with athletes and sponsors, as
25 well as communications with sponsors, athletes and their representatives related to contract terms
26 and negotiations. Zuffa also considers its internal decision-making processes and business
27 assessments confidential, as well as the research and data underlying those processes and
28 assessments. Disclosure of this information could expose Zuffa's confidential financial

1 information and approach to internal decision-making strategies and negotiations and would
2 provide competitors with an unfair insight into Zuffa's business practices.

3 21. It is my understanding that Zuffa relied upon the statutory assurances of
4 confidentiality embodied in 15 U.S.C. § 57b-2 in providing to the FTC the materials and
5 information reflected in the materials contained in the March 29 letter.

6 22. Exhibits 4-15 were provided to Plaintiffs as courtesy samples to aid the parties'
7 discussion of search terms pursuant to an agreement that they be treated as Highly Confidential-
8 Attorneys' Eyes Only within the meaning specified by the Protective Order.

9 23. Exhibit 17 (ZFL-0801077), the March 29, 2016 letter and Zuffa's document
10 retention policies have also been designated as confidential under the Protective Order.

11 I declare under penalty of perjury under the laws of the United States of America that the
12 foregoing facts are true and correct. Executed this 29th day of April, 2016, in Oakland,
13 California.

14 /s/ John F. Cove, Jr.

15 John F. Cove, Jr.
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